

No. 0-2734055

Date SEP 29 1980

Fee \$ 10.00

ICC Washington, D. C.

LETTER OF TRANSMITTAL

SEP 29 1980 11:00 AM  
INTERSTATE COMMERCE COMMISSION

September 25, 1980

Secretary of the  
Interstate Commerce Commission  
Constitution and 12th Streets, N.W.  
Washington, D. C. 20423

Dear Sir:

Pursuant to Part 1116 of the regulations of the Interstate Commerce Commission, 49CFR Part 1116, I hereby request that you record under 49 U.S.C. Section 11303 the following named document: Release (Security Agreement No. 2) dated as of September 25, 1980 ("Release") from Continental Illinois National Bank and Trust Company of Chicago ("Agent") and Transportation Corporation of America ("Company").

I am Assistant Secretary of Transportation Corporation of America and have knowledge of the matters set forth herein.

The parties to the Release and their addresses are as follows:

Transportation Corporation of America  
P. O. Box 218  
Chicago Heights, Illinois 60411  
Attention: President

Continental Illinois National Bank  
and Trust Company of Chicago  
30 North LaSalle Street  
Chicago, Illinois 60690  
Attention: Corporate Trust Department

RECEIVED  
SEP 29 10 56 AM '80  
I.C.C.  
FEE OPERATION BR.

The equipment covered by the Release is as follows:

<u>Type of Car</u>	<u>Number of Cars</u>	<u>Car Numbers (Both Inclusive)</u>	<u>ICC Recordation Date</u>	<u>Number</u>
5,750 Cu. Ft. 100-Ton Covered Hopper	40	HTCX 6018 thru HTCX 6057	2/26/80	1/538
52'6" 100-Ton Gondola	150	WSOR 5014 thru WSOR 5163	8/18/80	12107
52'6" 100-Ton Gondola	150	ITC 3900 thru ITC 4049	3/14/80	6725E

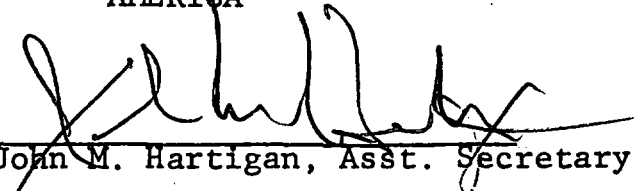
Secretary of the  
Interstate Commerce Commission

Page 2

Enclosed herewith are an original and six counterparts of the Release. The extra counterparts should be returned to Mr. D. Beloff of Schiff, Hardin & Waite, 7200 Sears Tower, 233 South Wacker Drive, Chicago, Illinois 60606.

A check in the amount of \$ 10.00 payable to the Interstate Commerce Commission is also enclosed to cover the required recordation fee.

Sincerely,  
TRANSPORTATION CORPORATION OF  
AMERICA

By   
John M. Hartigan, Asst. Secretary

**Interstate Commerce Commission**  
Washington, D.C. 20423

**OFFICE OF THE SECRETARY**

Mr. D. Beloff  
Schiff, Hardin & Waite  
7200 Sears Tower  
233 South Wacker Drive  
Chicago, Illinois

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/29/80 at 11:00AM, and assigned recordation number(s). 10858-C

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

SEP 29 1980 - 11 00 AM

INTERSTATE COMMERCE COMMISSION

7227141 RELEASE  
(SECURITY AGREEMENT SUPPLEMENT NO. 2)

Release and Security Agreement Supplement dated as of September 25, 1980, from CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association ("Agent"), having its office at 231 South LaSalle Street, Chicago, Illinois 60693 to TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation ("Company"), having its office at 26th and State Streets, Chicago Heights, Illinois 60411.

W I T N E S S E T H :

Company and Agent have executed and delivered a certain Security Agreement (Chattel Mortgage and Security Agreement) dated as of September 28, 1979 (which agreement, together with any amendments which have been made thereto, is hereinafter called the "Security Agreement") as security for certain loans made by various commercial banking institutions ("Banks"), including Agent, to Company under that certain Credit Agreement (and, if amended, all amendments thereto) dated as of September 28, 1979 (the "Credit Agreement"), among the Company, Agent, and Banks.

The Security Agreement was filed and recorded with the Interstate Commerce Commission under 49 U.S.C. §11303 on October 3, 1979, as Document No. 10858. The following Security Agreement Supplement was filed and recorded with the Interstate Commerce Commission:

<u>Supplement No.</u>	<u>Date of Supplement</u>	<u>Date of ICC Filing</u>	<u>ICC Filing No.</u>
1	September 16, 1980	September 17, 1980	10858-B

Company has assigned and granted to Banks under the Security Agreement a security interest in and to (i) certain equipment therein described, including the equipment described in Schedule I annexed hereto (the "Release Equipment") and (ii) certain leases therein described, including the leases of such Security Equipment described in Schedule II hereto (the "Release Leases").

NOW, THEREFORE, in consideration of the premises, Agent and Company hereby agree as follows:


The Agent hereby releases all liens, security interests, and other rights, titles, and interests it possesses or holds in said Release Equipment and said Release Leases; provided that nothing herein contained shall constitute, in any manner, a release of any lien, security interest, or other right, title or interest the Agent possesses pursuant to the Security Agreement and Supplement No. 1 in the equipment and leases enumerated therein and not constituting Release Equipment or Release Leases.

IN WITNESS WHEREOF, Agent and Company have each, by its indicated officer thereunto duly authorized, caused this

Release and Security Agreement Supplement to be executed and delivered as of this September 25, 1980.

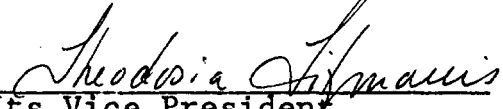
TRANSPORTATION CORPORATION OF AMERICA

By:

  
Its President

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO

By:

  
Its Vice President

STATE OF ILLINOIS    )  
                              )   SS.  
COUNTY OF COOK        )

On this 25th day of September, 1980, before me personally appeared C. H. Wright, to me personally known, who being by me duly sworn, says that he is the President of TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

(NOTARIAL SEAL)

My commission expires 1-11, 19 81.

STATE OF ILLINOIS )  
COUNTY OF COOK )

SS.

On this 25th day of September, 1980, before me personally appeared Theodosia Fitzmorris, to me personally known, who being by me duly sworn, says that she is the Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Deborah A. Zimny  
Notary Public

(NOTARIAL SEAL)

My commission expires

February 13, 1983.

SCHEDULE I  
to a Release (Security Supplement No. 2)  
dated as of September 25, 1980

<u>Type Cars</u>	<u>AAR Mechanical Designation</u>	<u>Number of Cars</u>	<u>Lessee's Car Numbers (both inclusive)</u>	<u>Unit Base Value</u>	<u>Total Value</u>	<u>ICC Recordation</u>	
						<u>Date</u>	<u>Number</u>
5,750 cubic foot 100-ton covered hopper	LO	40	HTCX 6018 through HTCX 6057	\$50,664	\$2,026,560	2/26/80	17538 <u>      </u>
52-foot 6 inch 100-ton gondola	GA	150	WSOR 5014 through WSOR 5163	31,150	6,172,500	8/18/80	12107 <u>      </u>
52-foot 6 inch 100-ton gondola	GB	150	ITC 3900 through ITC 4049	40,581	6,087,150	Mar. Apr. 1980	6725E



SCHEDULE II  
to a Release (Security Supplement No. 2)  
dated as of September 25, 1980

<u>Lessee</u>	<u>Date of Original Lease</u>	<u>Initial Lease Term (Years)</u>	<u>Car Numbers (both inclusive)</u>	<u>Number of Cars</u>	<u>ICC Filing</u>	
					<u>Date</u>	<u>Number</u>
Ashland Oil Company	1/3/80	15	HTCX 6018 through HTCX 6057	40	2/26/80	17538
Funding Systems Rail Cars Leas- ing, Inc.	7/31/80	15	WSOR 5014 through WSOR 5163	150	8/18/80	12107
Illinois Terminal Railroad Company	2/27/80	5	ITC 3900 through ITC 4049	150	3/14/80	6725E